

1 Joseph W. Cotchett (36324)

jcotchett@cpmlegal.com

2 Steven N. Williams (175489)

swilliams@cpmlegal.com

3 Adam J. Zapala (245748)

azapala@cpmlegal.com

4 **COTCHETT, PITRE & McCARTHY, LLP**

5 San Francisco Airport Office Center

6 840 Malcolm Road, Suite 200

Burlingame, CA 94010

Telephone: (650) 697-6000

Facsimile: (650) 697-0577

7 Michael P. Lehmann (77152)

mlehmann@hausfeldllp.com

8 Christopher Lebsock (184546)

9 clebsock@hausfeldllp.com

HAUSFELD LLP

10 44 Montgomery Street

San Francisco, CA 94111

11 Telephone: (415) 633-1908

Facsimile: (415) 358-4980

Michael D. Hausfeld

mhausfeld@hausfeldllp.com

Seth R. Gassman

sgassman@hausfeldllp.com

HAUSFELD LLP

1700 K Street, Suite 650

Washington, D.C. 20006

Telephone: (202) 540-7200

Facsimile: (202) 540-7201

12 *Interim Co-Lead Counsel for Plaintiffs*

13
14 **UNITED STATES DISTRICT COURT**
15 **NORTHERN DISTRICT OF CALIFORNIA**
16 **SAN FRANCISCO DIVISION**

17 **IN RE TRANSPACIFIC PASSENGER
AIR TRANSPORTATION ANTITRUST
LITIGATION**

18 Civil Action No. 3:07-CV-05634-CRB

19 MDL No: 1913

20 **AMENDED ORDER GRANTING
PLAINTIFFS' MOTION FOR
APPROVAL OF NOTICE
PROGRAM, NOTICE FORMS, AND
PLAN OF ALLOCATION**

21 **This Document Relates To:**

22 **All Actions**

1 Plaintiffs have moved the Court for approval of their proposed notice program and forms
 2 (“Notice Program”) and the Plan of Allocation (“Plan of Allocation”). The Court, having reviewed
 3 the motion, the accompanying declarations, the pleadings and other papers on file in this action,
 4 and the statements of counsel and the parties, hereby finds that the motion should be GRANTED.

5 IT IS HEREBY ORDERED THAT:

6 1. The Court approves the proposed Notice Program, including the Long Form Notice,
 7 the Short Form Notice, attached to the Declaration of Dr. Shannon R. Wheatman in support of
 8 Plaintiffs’ Motion for Approval of Notice Program, Notice Forms, and Plan of Allocation. The
 9 Court further approves the claim form attached to the Declaration of Christopher L. Lebsack in
 10 support of Plaintiffs’ Motion for Approval of Notice Program, Notice Forms, and Plan of
 11 Allocation. The Court also preliminarily approves the proposed Plan of Allocation described in
 12 Plaintiffs’ Motion for Approval of Notice Program, Notice Forms, and Plan of Allocation. The
 13 Court finds that the manner of notice proposed constitutes the best practicable notice under the
 14 circumstances as well as valid, due and sufficient notice to all persons entitled thereto and
 15 complies fully with the requirements of the Federal Rule of Civil Procedure 23 and the due process
 16 requirements of the United States Constitution. The Court further finds that the Plan of Allocation
 17 is fair, reasonable, and adequate under the circumstances and fairly compensates class members
 18 based upon the scope of the releases provided by Settling Defendants.

19 2. On or before March 29, 2015 Settlement Class Counsel shall cause the notice, in
 20 substantially the same form as Exhibits referenced above, to be published in the manner and in and
 21 through the media outlets and other mediums enumerated in the Notice Program and publication
 22 schedules attached as Exhibits to the Declaration of Dr. Shannon R. Wheatman. Settlement Class
 23 Counsel shall also provide a copy of the notice to all persons who request it and shall post a copy
 24 of the notice on the Internet at the address identified in the notice. Settlement Class Counsel shall
 25 notify Settling Defendants of all class members who elect to opt out of the settlements or object to
 the settlements within five business days of the deadline for the same.

26 3. At least ten (10) days before the date fixed by this Court for the Final Fairness
 27 Hearing, Settlement Class Counsel shall cause to be filed with the Clerk of this Court a declaration
 28 by the person under whose general direction the publication of notice was made, showing that

1 publication was made in accordance with this Order.

2 4. A hearing (the “Final Fairness Hearing”) shall be held by this Court on Friday, May
 3 22, 2015 at 10:00 a.m. before the Honorable Charles R. Breyer at the United States District Court
 4 for the Northern District of California, 450 Golden Gate Ave., Courtroom 6, 17th Floor, San
 5 Francisco, California, 94102 to make a final determination as to whether the proposed settlements
 6 are fair, adequate, and reasonable to the settlement classes and should be approved by the Court,
 7 and whether Settling Defendants should be released from claims as provided in the settlement
 8 agreements. The Court may adjourn this Final Fairness Hearing without further notice to members
 9 of the settlement classes.

10 5. Any member of a settlement class may request to be excluded from the settlement
 11 class; such request of exclusion must be made no later than thirty-five days before the date of the
 12 Final Fairness Hearing, and must otherwise comply with the requirements set forth in the long
 13 form notice provided on the website established by Kinsella Media (“Settlement Website”). Any
 14 member of a settlement class who does not timely seek exclusion from said class and who wishes
 15 to object to the terms of the relevant proposed settlement must do so in writing, must mail or
 16 deliver copies of such objection to Counsel for the Settling Parties and the Clerk of the Court no
 17 later than thirty-five days before the Final Fairness Hearing, and must otherwise comply with the
 18 requirements set forth in the long form notice provided on the Settlement Website.

19 6. In the event that one or more of the proposed settlements are approved by the Court
 20 after the Final Fairness Hearing, the deadline for class members to submit claims will be the later
 21 of one hundred twenty (120) days after the Effective Date of each of the respective settlements (as
 22 that term is defined in each of the Settlement Agreements) or the date upon which entry of
 23 judgment against each respective Settling Defendant is entered by the Court.

24 7. Settlement Class Counsel shall file with the Court their motion for final approval of
 25 the proposed settlement agreements at least fourteen (14) days prior to the date of the Final
 26 Fairness Hearing. Settlement Class Counsel shall post a copy of any motion and supporting papers
 27 on the Settlement Website at least ten (10) days prior to the Final Fairness Hearing.

28 8. Settlement Class Counsel shall file any motion concerning the payment of and/or
 29 distribution of attorneys’ fees, costs, and/or incentive awards forty-five (45) days prior to the Final

1 Fairness Hearing. Settlement Class Counsel shall post a copy of any motion for attorneys' fees and
2 supporting papers on the website within twenty-four hours after it is filed with the Court.
3 Comments and/or objections to any motion must be made in writing and comply with the
4 requirements set forth in the long form notice posted on the Settlement Website, and must be
5 received by Settlement Class Counsel, and filed with the Court, at least thirty-five (35) days prior
6 to the Final Fairness Hearing.

7 9. Settlement Class Counsel are authorized to pay out of the Settlement Fund sums
8 actually invoiced by Kinsella Media/Rust for notice and administration.

9 **IT IS SO ORDERED.**

10
11 Dated: December 15, 2014



12 HON. CHARLES R. BREYER
13 United States District Judge